

PTO/SB/01 (10-05)

Approved for use through 07/31/2006. OMB 0651-0032
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DECLARATION FOR UTILITY OR DESIGN PATENT APPLICATION (37 CFR 1.63) <input type="checkbox"/> Declaration Submitted With Initial Filing OR <input checked="" type="checkbox"/> Declaration Submitted after Initial Filing (surcharge (37CFR1.16(e)) required)		Attorney Docket Number	1318-PA03
		First Named Inventor	Lance Chandler, et al.
		COMPLETE IF KNOWN	
		Application Number	10/779,324
		Filing Date	February 13, 2004
		Art Unit	
		Examiner Name	

I hereby declare that:

Each inventor's residence, mailing address, and citizenship are as stated below next to their name.

I believe the inventor(s) named below to be the original and first inventor(s) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

CELL BALANCING SYSTEM

(Title of the Invention)

the specification of which

☐ is attached hereto

OR

☒ was filed on (MM/DD/YYYY) 02/13/2004 as United States Application Number or PCT International

Application Number 10/779,324 and was amended on (MM/DD/YYYY) (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment specifically referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR 1.56, including for continuation-in-part applications, material information which became available between the filing date of the prior application and the national or PCT international filing date of the continuation-in-part application.

I hereby claim foreign priority benefits under 35 U.S.C. 119(a)-(d) or (f), or 365(b) of any foreign application(s) for patent, inventor's or plant breeder's rights certificate(s), or 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below, by checking the box, any foreign application for patent, inventor's or plant breeder's rights certificate(s), or any PCT international application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application Number(s)	Country	Foreign Filing Date (MM/DD/YYYY)	Priority Not Claimed	Certified Copy Attached?	
				YES	NO
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

☐ Additional foreign application numbers are listed on a supplemental priority data sheet PTO/SB/02B attached hereto.

[Page 1 of 3]

This collection of information is required by 35 U.S.C. 115 and 37 CFR 1.63. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 21 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance completing the form, call 1-800-PTO-9199 and select option 2

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DECLARATION — Utility or Design Patent Application

Direct all correspondence to:	<input checked="" type="checkbox"/> The address associated with Customer Number.	27189	OR	<input type="checkbox"/> Correspondence address below
Name				
Address				
City		State	ZIP	
Country	Telephone		Email	
<p>WARNING:</p> <p>Petitioner/applicant is cautioned to avoid submitting personal information in documents filed in a patent application that may contribute to identity theft. Personal information such as social security numbers, bank account numbers, or credit card numbers (other than a check or credit card authorization form PTO-2038 submitted for payment purposes) is never required by the USPTO to support a petition or an application. If this type of personal information is included in documents submitted to the USPTO, petitioners/applicants should consider redacting such personal information from the documents before submitting them to the USPTO. Petitioner/applicant is advised that the record of a patent application is available to the public after publication of the application (unless a non-publication request in compliance with 37 CFR 1.213(a) is made in the application) or issuance of a patent. Furthermore, the record from an abandoned application may also be available to the public if the application is referenced in a published application or an issued patent (see 37 CFR 1.14). Checks and credit card authorization forms PTO-2038 submitted for payment purposes are not retained in the application file and therefore are not publicly available.</p> <p>I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.</p>				
NAME OF SOLE OR FIRST INVENTOR:		<input type="checkbox"/> A petition has been filed for this unsigned inventor		
Given Name (first and middle (if any))		Family Name or Surname		
Lance		Chandler		
Inventor's Signature			Date	
			2-2-06	
Residence: City	State	Country	Citizenship	
Tuttle	Washington	USA	AMERICAN	
Mailing Address				
800 Luebke Road				
City	State	Zip	Country	
Tuttle	WA	98649	USA	
<input checked="" type="checkbox"/> Additional inventors or a legal representative are being named on the supplemental sheet(s) PTO/SB/02A or 02LR attached hereto.				

(Page 2 of 3)

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DECLARATION		ADDITIONAL INVENTOR(S) Supplemental Sheet	
		Page 3 of 3	
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
Raymond		Goodrich	
Inventor's Signature <i>Raymond Goodrich</i>		Date 2/2/06	
Residence: City	State	Country	Citizenship
Saugus	CA	USA	US
22550 Poplar ST			
Mailing Address			
City	State	Zip	Country
Saugus	CA	91390	USA
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
David		Sorlien	
Inventor's Signature		Date	
Residence: City	State	Country	Citizenship
Mailing Address			
City	State	Zip	Country
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
Inventor's Signature		Date	
Residence: City	State	Country	Citizenship
Mailing Address			
City	State	Zip	Country

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DECLARATION		ADDITIONAL INVENTOR(S) Supplemental Sheet	
		Page 3 of 3	
Name of Additional Joint Inventor, If any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
Raymond		Goodrich	
Inventor's Signature		Date	
Residence: City		State	Country
Mailing Address		Citizenship	
City		State	Zip
Country			
Name of Additional Joint Inventor, If any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
David		Sorlien	
Inventor's Signature		Date Feb 2, 2006	
Residence: City Escondido		State CA	Country USA
Mailing Address 1501 Encino Dr.		Citizenship USA	
City Escondido		State CA	Zip 92025
Country USA			
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A petition has been filed for this unsigned inventor	
Given Name (first and middle (if any))		Family Name or Surname	
Inventor's Signature		Date	
Residence: City		State	Country
Mailing Address		Citizenship	
City		State	Zip
Country			

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ASSIGNMENT OF PATENT APPLICATION

WHEREAS, the undersigned, each a citizen of THE UNITED STATES (hereinafter referred to collectively as "ASSIGNOR"), has invented and owns a certain invention entitled Cell Balancing System for which a United States provisional patent application was filed on February 12, 2003; and

WHEREAS, Powersady, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware and having its principal place of business at 11225 West Bernardo Court, San Diego, California 92127 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under said invention and in, to and under any patent or similar legal protection to be obtained therefor in the United States of America, its territorial possessions and in any and all countries foreign thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and sets over unto the said ASSIGNEE, its successors and assigns, the full and exclusive right, title and interest in said invention and to all resulting letters patent or application or similar legal protection, not only in the United States and its territorial possessions, but in all countries foreign thereto to be obtained for said invention by said application, and to any confirmation, continuation, division, renewal, extension, substitute or reissue thereof or any legal equivalent thereof in the United States or any foreign country for the full term or terms for which the same may be granted, including all priority rights under international conventions; and ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue said letters patent or any legal equivalent thereof to said ASSIGNEE, its successors and assigns, in accordance with this Assignment.

ASSIGNOR hereby represents, warrants, covenants and agrees that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with

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this Assignment, and ASSIGNOR agrees to indemnify, defend and hold harmless ASSIGNEE, including its officers, directors, shareholders, employees, agents and representatives, from any claims, suits, proceedings, actions, liabilities, losses, damages, fees and costs (including reasonable attorneys' fees and costs) arising from or relating to ASSIGNOR's breach of the foregoing representation and warranty.

ASSIGNOR hereby irrevocably constitutes and appoints ASSIGNEE, with full power of substitution, as ASSIGNOR'S true and lawful attorney-in-fact with full irrevocable power and authority in the place and stead of ASSIGNOR and in the name of ASSIGNOR or in its own name, to take any and all appropriate action and to execute and deliver any and all documents and instruments which may be necessary or desirable to accomplish the purposes of this Assignment.

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said letters patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said letters patent and said equivalents in the United States or in any foreign country, which may be necessary or desirable to carry out the purposes thereof.

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Delaware

PAGE 1

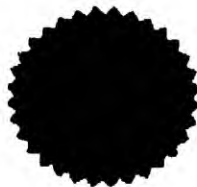
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"POWEROADY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ELECTRIC ACQUISITION CORP." UNDER THE NAME OF "POWEROADY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2003, AT 3:05 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE AND KENT COUNTY RECORDER OF DEEDS.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2716777

DATE: 10-29-03

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P.03/05

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:29 PM 10/28/2003
FILED 03:05 PM 10/28/2003
SRV 030691484 - 3684099 FILE

**CERTIFICATE OF MERGER
MERGING
POWEREADY, INC.
WITH AND INTO
ELECTRIC ACQUISITION CORP.**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware, the undersigned corporations do hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger (the "Merger") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Powerady, Inc.	Delaware
Electric Acquisition Corp.	Delaware

SECOND: That an Agreement and Plan of Merger (the "Merger Agreement"), dated September 10, 2003, by and among Xicor, Inc., a California corporation, Electric Acquisition Corp., a Delaware corporation, Powerady, Inc., a Delaware corporation, the Stockholder Representative and certain other parties set forth therein, has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation (the "Surviving Corporation") shall be Electric Acquisition Corp., which shall herewith be changed to Powerady, Inc.

FOURTH: That at the effective time of the Merger, the Certificate of Incorporation of Electric Acquisition Corp. shall be amended and restated in its entirety as set forth in Exhibit A hereto, and as so amended, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 933 Murphy Ranch Road, Milpitas, CA 95035.

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: That the Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

(Signature page follows)

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IN WITNESS WHEREOF, the undersigned, for the purposes of effectuating the merger of the constituent corporations, have caused this Certificate of Merger to be duly executed.

Dated: October 27, 2003

ELECTRIC ACQUISITION CORP.

By: /s/ Louis DiNardo
Louis DiNardo
President and Chief Executive Officer

POWERREADY, INC.

By: /s/ William Sepp
William Sepp
President and Chief Executive Officer